



25th September, 2017

The Secretary,
Department of Corporate Services,
The Bombay Stock Exchange Limited
P.J. Tower, Dalal Street, Fort,
Mumbai – 400001

Revised

Dear Sir,

Script Code: 534060

Sub: Disclosure of Voting Results as per the requirements of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and consolidated Scrutinizer Report of the 32nd AGM of the Company

The details of voting results of the 32nd Annual General Meeting of the Company held on September 23, 2017 are enclosed in the format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and consolidated Scrutinizer Report of the 32nd AGM of the Company.

You are requested to take the same on record.

Thanking you

Yours faithfully

For PMC Fincorp Limited


R.K. Modi
(Managing Director)



Encl: As Above

Date of AGM	23 rd September, 2017
Total Number of shareholders as on Record Date	18,999
No. of shareholders present in the meeting either in person or through proxy	
Promoters & Promoter Group	4
Public	26
No. of shareholders present in the meeting either in person or through proxy	
Promoters & Promoter Group	Not Arranged
Public	

Details of Agenda:-

Resolution No. 1:

Resolution required: Ordinary			Adoption of Audited Financial Statements of the company for the year ended on 31st March, 2017.					
Whether promoter/promoter group are interested in agenda/resolution.			Yes					
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes- in favour	No. of Votes- against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	80765600	14628600	18.11	14628600	0	100.00	0
	Poll		66137000	81.89	66137000	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	Total		80756500	100.00	80765600	0	100.00	0
Public - Non Institutional holders	E-Voting	405795600	6504326	1.60	6200263	304063	95.33	4.67
	Poll		191622	0.05	191622	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	Total		6695948	1.65	6391885	304063	95.46	4.54
Public- Institutional Holders	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Total		486561200	87461548	17.98	87157485	304063	99.65	0.35

Accordingly, The Above resolution was passed with requisite majority as an Ordinary Resolution.



Resolution No. 2:

Resolution required: Ordinary			Re-appointment of Mrs. Rekha Modi (DIN: 01274200), Director of Company who retires by rotation.					
Whether promoter/promoter group are interested in agenda/resolution.			Yes					
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes- in favour	No. of Votes- against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	80765600	5988600	7.41	5988600	0	100.00	0
	Poll		66137000	81.89	66137000	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	Total		72125600	89.30	72125600	0	100.00	0
Public -Non Institutional holders	E-Voting	405795600	4486277	1.11	2164165	2322112	48.24	51.76
	Poll		191622	0.05	191622	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	Total		4677899	1.15	2355787	2322112	50.36	49.64
Public-Institutional Holders	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Total		486561200	76803499	15.78	74481387	2322112	96.98	3.02

Accordingly, The Above resolution was passed with requisite majority as an Ordinary Resolution.



Resolution No. 3:-

Resolution required: Ordinary			Appointment of Sunil K. Gupta & Associates, Chartered Accountants as the Statutory Auditors of the Company to hold office till the conclusion of the 37th Annual General Meeting, subject to ratification by members at every Annual General Meeting.					
Whether promoter/promoter group are interested in agenda/resolution.			Yes					
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes- in favour	No. of Votes- against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	80765600	14628600	18.11	14628600	0	100.00	0
	Poll		66137000	81.89	66137000	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	Total		80765600	100.00	80765600	0	100.00	0
Public- Non Institutional holders	E-Voting	405795600	6546267	1.61	6254145	292122	95.54	4.46
	Poll		191622	0.05	191622	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	Total		6737889	1.66	6445767	292122	95.66	4.34
Public- Institutional Holders	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	00	0	0	0	0
Total		486561200	87503489	17.98	87211367	292122	99.67	0.33

Accordingly, The Above resolution was passed with requisite majority as an Ordinary Resolution.

Thank You,
For PMC Fincorp Limited

R. K. Modi
(Managing Director)





Ashu Gupta & Co.

COMPANY SECRETARIES

Consolidated Scrutinizer(s) Report

[Pursuant to Regulation 44 of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 as amended till date read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman,

PMC FINCORP LIMITED

CORP. Office: 14/5, First Floor,

Old Rajender Nagar,

New Delhi-110060

Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting and voting through ballot paper pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended.

I, Ashu Gupta, Practicing Company Secretary of **Ashu Gupta & Co.** was appointed as the scrutinizer by the Board of Directors of PMC Fincorp Limited (the Company) for the purpose of scrutinizing the remote e-voting process and voting through ballot paper at its 32nd Annual General Meeting in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as contained in the notice dated 12th August, 2017 convening the Annual General Meeting of the Company held on 23rd September, 2017 at 12:30 P.M. at MoodFood Restaurant, Opposite Ambedkar Park, Civil Lines, Rampur, Uttar Pradesh – 244901

The management of the Company is responsible to ensure compliance with the provisions of the Companies Act, 2013 and rules made there-under relating to voting through electronic means & voting through ballot paper on the resolutions proposed in the notice of the 32nd Annual General Meeting.

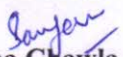
Our responsibility as scrutinizer is to ensure that the voting process through electronic means are conducted in a fair and transparent manner and render a consolidated scrutinizer's report of the total votes cast 'in favour' or 'against' if any, the resolutions stated in the notice to the Chairman of the meeting, based on the reports generated from the electronic voting system, provided by the NSDL, the authorized agency engaged by the Company to provide facility of voting through electronic means.

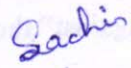
In this regard, we hereby submit our consolidated report as under:

1. The shareholders of the Company holding shares on the "cut-off date" i.e. 16th September, 2017 were entitled to vote on the resolutions as set out in the notice of the 32nd Annual General Meeting by remote e-voting or voting through ballot/ polling paper at the AGM.



2. The remote e-voting period remained open from 20th September, 2017 (9:00 A.M) to 22nd September, 2017 (5:00 P.M) and thereafter, the members who did not exercise their voting rights through remote e-voting, were entitled to vote at the Annual General Meeting through ballot paper. Accordingly, the Company had issued ballot papers to the members who attended the Meeting.
3. After the declaration of poll by the Chairman, two Ballot boxes kept for the purpose of voting through ballots, were locked in my presence with due identification marks placed by me.
4. Immediately after the conclusion of the meeting, the locked ballot boxes were opened in my presence and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company and RTA with respect to the authorizations/ proxies lodged with the Company.
5. The ballot papers which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
6. After counting the votes cast by the members present at the 32nd Annual General Meeting through ballot paper, the votes cast through remote e-voting were unblocked on 23rd September, 2017 around 2:45 P.M. in the presence of two witnesses Ms. Sanjana Chawla D/o Shri Syam Sunder Chawla and Shri Sachin Chhajer S/o Shri Sampat Mal Chhajer, who are not in the employment of the Company and who have signed below as confirmation to unblocking of the votes.


Sanjana Chawla


Sachin Chhajer

7. We have scrutinized the votes cast through electronic means and voting through ballot papers at the Annual General Meeting only for the purpose of this report.

Based on the reports generated from the M/s NSDL e-voting website and voting through ballot paper at the 32nd AGM, the consolidated report on the voting on each resolution is as under:

We hereby state that 30 (Thirty) members have casted their vote at the Annual General meeting through ballot and 1 (One) ballot was declared invalid.

Resolution No. 1: Ordinary Resolution

To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2017 together with the Directors' Report and Auditors' Report thereon.

a) Votes cast "in favour" of the resolution:

Mode of voting	Number of members who cast their votes	Number of votes cast	% of total number of total votes cast
Remote e-voting	54	21132926	24.08
Voting at the AGM	29	66328622	75.57
Total	83	87461548	99.65



b) Votes cast "against" the resolution:

Mode of voting	Number of members who cast their votes	Number of votes cast	% of total number of total votes cast
Remote e-voting	8	304063	0.35
Voting at the AGM	0	0	0
Total	8	304063	0.35

Resolution No. 2: Ordinary Resolution

To appoint a director in place of Mrs. Rekha Modi (DIN: 01274200), Director of Company who retires by rotation and being eligible offers herself for re-appointment.

a) Votes cast "in favour" of the resolution:

Mode of voting	Number of members who cast their votes	Number of votes cast	% of total number of total votes cast
Remote e-voting	46	10474877	13.24
Voting at the AGM	29	66328622	83.83
Total	75	76803499	97.07

b) Votes cast "against" the resolution:

Mode of voting	Number of members who cast their votes	Number of votes cast	% of total number of total votes cast
Remote e-voting	15	2322112	2.93
Voting at the AGM	0	0	0
Total	15	2322112	2.93

Resolution No. 3: Ordinary Resolution

To appoint M/s Sunil K. Gupta & Associates, Chartered Accountants (Firm Registration No. 002154N) as Statutory Auditors of the Company, who shall hold office from the conclusion of this Annual General Meeting until the conclusion of the 37th Annual General Meeting of the Company, to be held in the year 2022, subject to ratification of their appointment at every Annual General Meeting, on such remuneration as may be decided by the Board, based on the recommendations of Audit Committee

a) Votes cast "in favour" of the resolution:

Mode of voting	Number of members who cast their votes	Number of votes cast	% of total number of total votes cast
Remote e-voting	54	21174867	24.12
Voting at the AGM	29	66328622	75.55
Total	83	87503489	99.67



b) Votes cast “against” the resolution:

Mode of voting	Number of members who cast their votes	Number of votes cast	% of total number of total votes cast
Remote e-voting	9	292122	0.33
Voting at the AGM	0	0	0
Total	9	292122	0.33

Based on the aforesaid results, we report that all Resolutions set out in the notice of the 32nd Annual General Meeting dated 12th August, 2017 stand passed with requisite majority.

We hereby confirm that we have maintained a register to record the assent or dissent in respect of valid votes cast by the members of the company at the AGM and through remote e-voting and other details as required under prescribed Rules, based on the information received from the RTA and the e-voting data received from NSDL.

The aforesaid Register and all other papers relating to remote e-voting and voting at the AGM will remain in our custody until Chairman approves and signs the Minutes of the AGM and the same shall be handed over to the Chairman/ Company Secretary for safe keeping.

The Company may accordingly declare the results of voting, as required.

Thanking you,
Yours truly,



Ashu Gupta
Practising company Secretary
Membership No- 4123
C.P. No. 6646

Date: 25.09.2017
Place: New Delhi